

**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

IN RE TALKSPACE STOCKHOLDER
DERIVATIVE LITIGATION

Master File No. 1:22-cv-05016-PGG

**DECLARATION OF JED M. SCHWARTZ
REGARDING POSTING OF NOTICE OF
PROPOSED SETTLEMENT OF DERIVATIVE ACTION**

JED M. SCHWARTZ hereby declares as follows:

1. I am a partner at the law firm Milbank LLP, counsel to Defendants Talkspace, Inc., (“Talkspace” or the “Company”), Jeffrey Crowe, Erez Shachar, Curtis Warfield, Jacqueline Yeane, Charles Berg, Madhu Pawar, Douglas L. Braunstein, Douglas G. Bergeron, Jonathan Dobres, Robert Greifeld, Amy Schulman, and Thelma Duggin (collectively, the “Defendants”) in the above-captioned action. I am a member in good standing of the bars of the State of New York and this Court.

2. On July 5, 2023, the Court entered an order preliminarily approving the Proposed Settlement of the Derivative Action (the “Preliminary Approval Order,” ECF No. 18).

3. Under the terms of the Stipulation of Settlement and Release Agreement dated May 18, 2023 (the “Stipulation” or “Settlement”), Talkspace is required to provide Notice to current Talkspace stockholders, which consists of the Summary Notice and the Long Form Notice.

4. As per the Stipulation, within fourteen (14) business days after the entry of the Preliminary Approval Order, on July 25, 2023, Talkspace was required to issue a press release announcing the Settlement, and referring current Talkspace stockholders to Talkspace’s Investor Relations webpage, where the Long Form Notice and the Stipulation would be posted in their

entirety. On July 25, 2023, Talkspace issued the press release and published the Long Form Notice and the Stipulation on the Talkspace Investor Relations webpage.

5. As per the Stipulation, promptly after issuing the press release announcing the Settlement, Talkspace was required to file with the SEC a Current Report on Form 8-K attaching the press release. On July 25, 2023, Talkspace filed the Form 8-K with the SEC and attached the press release.

6. As per the Stipulation, within fourteen (14) business days after the entry of the Preliminary Approval Order, on July 25, 2023, Talkspace was required to publish the Summary Notice in *Investor's Business Daily*. Due to the transition that has occurred since *Investor's Business Daily* was purchased by Dow Jones, which has resulted in changes to the way in which *Investor's Business Daily* receives requests for publication of notices, the publication occurred on July 26, 2023.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 3, 2023.

/s/ Jed Schwartz
Jed M. Schwartz